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12 **UNITED STATES DISTRICT COURT**
13 **CENTRAL DISTRICT OF CALIFORNIA**

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K.A.,

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Plaintiff,

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vs.

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MINDGEEK S.A.R.L., et al.,

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Defendants.

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CASE NO. 2:24-cv-04786-WLH-ADS

JUDGE: HON. WESLEY L. HSU

**DECLARATION OF MICHAEL J.
BOWE IN SUPPORT OF
PLAINTIFFS' OMNIBUS
OPPOSITION TO DEFENDANTS'
MOTIONS TO DISMISS**

Date: JANUARY 31, 2025

Time: 1:30 PM

Courtroom: 9B

COMPLAINT FILED: June 7, 2024

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CASE NO. 2:24-cv-04786-WLH-ADS

DECLARATION OF MICHAEL J. BOWE IN SUPPORT OF
PLAINTIFFS' OMNIBUS OPPOSITION TO DEFENDANTS' MOTIONS TO DISMISS

DECLARATION OF MICHAEL J. BOWE

2 | I, Michael J. Bowe, declare as follows:

3 1. I am an attorney licensed to practice law in the State of New York and
4 a partner with Brown Rudnick LLP. I have been admitted *pro hac vice* to practice
5 before this Court. I am counsel for Plaintiff K.A. in the above referenced matter. I
6 am also counsel for each of Plaintiffs in the additional thirteen (13) related lawsuits
7 before this Court. *See* ECF No. 52, Ex. 1.

8 2. I submit this declaration in support of Plaintiffs' Omnibus Opposition
9 to Defendants' Motions to Dismiss. *See* ECF No. 54 (granting joint stipulation for
10 limited coordination). I have personal knowledge of the facts stated herein, and if
11 called as a witness, I could and would competently testify thereto.

12 3. Attached hereto as Exhibit 1 are excerpts from the June 1, 2023
13 Andreou Deposition Transcript, which has been designated as Confidential pursuant
14 to the Amended Stipulated Protective Order in *Fleites v. MindGeek S.a.r.l. et al.*,
15 Case No. 21-cv-04920-WLH-ADS (ECF No. 490, “Stipulated Protective Order”).

16 4. Attached hereto as Exhibit 2 are excerpts from the Canadian testimony
17 and written submission of Defendants Antoon and Tassillo, dated February 5, 2021
18 (Evidence – ETHI (43-2) - No. 19).

19 5. Attached hereto as Exhibit 3 are excerpts from the June 14, 2023
20 Antoon Deposition Transcript, which has been designated as Confidential pursuant
21 to the Stipulated Protective Order.

22 6. Attached hereto as Exhibit 4 are excerpts from the June 15, 2023
23 Bergmair Deposition Transcript, which has been designated as Confidential
24 pursuant to the Stipulated Protective Order.

25 7. Attached hereto as Exhibit 5 are excerpts from the June 16, 2023
26 Tassillo Deposition Transcript, which has been designated as Confidential pursuant
27 to the Stipulated Protective Order.

1 8. Attached hereto as Exhibit 6 is a true and correct copy of the October
2 15, 2013 Manwin Holding S.a.r.l., Project No Name, Step Memorandum (produced
3 as Bergmair_Fleites_00002186). Defendant Bergmair has designated this Step
4 Memorandum as Highly Confidential and Attorneys' Eyes Only pursuant to the
5 Stipulated Protective Order.

6 9. Attached hereto at Exhibit 7 is a true and correct copy of the Report
7 and Financial Statements for MG Freesites Ltd. for the years 2014 through 2019
8 (produced as MindGeek_Fleites_00000376, MindGeek_Fleites_0000041,
9 MindGeek_Fleites_00000456, MindGeek_Fleites_00000491,
10 MindGeek_Fleites_00000527, and MindGeek_Fleites_00000564). The MindGeek
11 Defendants have designated these Reports and Financial Statements for MG
12 Freesites Ltd. as Confidential pursuant to the Stipulated Protective Order.

13 10. Attached hereto as Exhibit 8 is a true and correct copy of the July 1,
14 2014 Alchemy Capital Planning LLC, Memorandum (produced as MGGT 000008).

15 11. Attached hereto as Exhibit 9 is a true and correct copy of the
16 declaration of [REDACTED], CPA In Support of Plaintiff's Omnibus Opposition to
17 Defendants' Motions to Dismiss Plaintiff's Second Amended Complaint.

18 12. Attached hereto as Exhibit 10 is a true and correct copy of MindGeek
19 S.a.r.l.’s April 2017 Confidential Information Memorandum (produced as
20 MindGeek_Fleites_00008490). The MindGeek Defendants have designated
21 MindGeek S.a.r.l.’s April 2017 Confidential Information Memorandum as Highly
22 Confidential and Attorneys’ Eyes Only pursuant to the Stipulated Protective Order.

23 13. Attached hereto as Exhibit 11 is a true and correct copy of MindGeek
24 S.a.r.l.'s July 2015 Confidential Information Memorandum (produced as
25 MindGeek_Fleites_00008508). The MindGeek Defendants have designated
26 MindGeek S.a.r.l.'s July 2015 Confidential Information Memorandum as Highly
27 Confidential and Attorneys' Eyes Only pursuant to the Stipulated Protective Order.

1 14. Attached hereto as Exhibit 12 is a true and correct copy of the Share
2 Pledge Agreement, dated March 16, 2023 (produced as Tassillo_Fleites_00000914).
3 The Defendants have designated this document as Highly Confidential.T 00

4 15. Attached hereto as Exhibit 13 is a true and correct copy of an Excel
5 spreadsheet for MG Premium Ltd.'s List of suppliers with expenses of \$500,000 and
6 more expensed in Website operating expenses and Other operating expenses and all
7 payments made to these suppliers during the same year, and list of all companies
8 under management deals (expenses going to Website operating expenses) and all
9 payments made to these companies (produced as MindGeek_Fleites_00097925).
10 The MindGeek Defendants have designated this document as Highly Confidential
11 and Attorneys' Eyes Only.

12 16. Attached hereto as Exhibit 14 is a true and correct copy of an Excel
13 spreadsheet for MG Freesites Ltd.’s List of suppliers with expenses of \$500,000 and
14 more expensed in Website operating expenses and Other operating expenses and all
15 payments made to these suppliers during the same year (produced as
16 MindGeek_Fleites_00097926). The MindGeek Defendants have designated this
17 document as Highly Confidential and Attorneys’ Eyes Only.

18 17. Attached hereto as Exhibit 15 is a true and correct copy of MindGeek
19 S.a.r.l.’s May 2014 Confidential Information Memorandum (produced as
20 MindGeek_Fleites_00008664). The MindGeek Defendants have designated
21 MindGeek S.a.r.l.’s May 2014 Confidential Information Memorandum as Highly
22 Confidential and Attorneys’ Eyes Only pursuant to the Stipulated Protective Order.

23 18. Attached hereto as Exhibit 16 is a true and correct copy of an Excel
24 spreadsheet containing MG Freesites Ltd.'s List of Suppliers with expenses of
25 \$500,000 and more expenses in Website operating expenses and other operating
26 expenses and all payments made to these suppliers during the year of 2020
27 (produced as MindGeek Fleites 00098687). The MindGeek Defendants have

1 | designated this document as Highly Confidential and Attorneys' Eyes Only.

2 19. Attached hereto as Exhibit 17 is a true and correct copy of an Excel
3 spreadsheet containing MG Premium Ltd.'s List of Suppliers with expenses of
4 \$500,000 and more expenses in Website operating expenses and other operating
5 expenses and all payments made to these suppliers during the same year, and list of
6 all companies under management deals (expenses going to Website operating
7 expenses) and all payments made to these companies (produced as
8 MindGeek_Fleites_00098688). The MindGeek Defendants have designated this
9 document as Highly Confidential and Attorneys' Eyes Only.

10 20. Attached hereto as Exhibit 18 is a true and correct copy of Defendant
11 Feras Antoon's Responses and Objections to Plaintiff's First Set of Interrogatories,
12 dated September 22, 2022. Defendant Feras Antoon has designated the Interrogatory
13 Responses and Objections as Confidential.

14 21. Attached hereto as Exhibit 19 is a true and correct copy of Defendant
15 Bernd Bergmair's Responses and Objections to Plaintiff's First Set of
16 Interrogatories, dated September 22, 2022. Defendant Bernd Bergmair's Second
17 Supplemental Responses and Objections to Plaintiff's First Set of Interrogatories,
18 dated June 14, 2023, and Defendant Bernd Bergmair's Responses and Objections to
19 Plaintiff's Second Set of Interrogatories, dated June 15, 2023. Defendant Bernd
20 Bergmair has designated the Interrogatory Responses and Objections as
21 Confidential. Defendant Bernd Bergmair has designated the Interrogatory
22 Responses and Objections as Confidential.

23 22. Attached hereto as Exhibit 20 is a true and correct copy of emails
24 between MindGeek Employees (produced as Bergmair_Fleites_00000001,
25 Bergmair_Fleites_00000038, Bergmair_Fleites_00000041,
26 Bergmair_Fleites_00000101, Bergmair_Fleites_00000103,
27 Bergmair Fleites 00000106, Bergmair Fleites 00000125,

1 Bergmair_Fleites_00000128, Bergmair_Fleites_00000130,
2 Bergmair_Fleites_00000132, Bergmair_Fleites_00000147,
3 Bergmair_Fleites_00000164), a letter from Visa and National Center on Sexual
4 Exploitation (produced as Bergmair_Fleites_00000003), Internal MindGeek Notes;
5 "The news media" (produced as Bergmair_Fleites_00000009), a Draft Letter from
6 MindGeek addressing concerns raised by VISA (produced as
7 Bergmair_Fleites_00000011), emails between MindGeek Employees and Patreus
8 (produced as Bergmair_Fleites_00000024, Bergmair_Fleites_00000084,
9 Bergmair_Fleites_00000088, Bergmair_Fleites_00000091,
10 Bergmair_Fleites_00000097, Bergmair_Fleites_00000141,
11 Bergmair_Fleites_00000139, Bergmair_Fleites_00000144,
12 Bergmair_Fleites_00000152), a letter from MindGeek addressing concerns raised
13 by VISA to CardWorks Acquiring (Bergmair_Fleites_00000025), a letter from
14 MindGeek to Mastercard (produced as Bergmair_Fleites_00000042), a letter from
15 MG Billing US Corp to Partners addressing allegations (produced as
16 Bergmair_Fleites_00000080), a letter from MindGeek addressing allegations
17 (produced as Bergmair_Fleites_00000085, Bergmair_Fleites_00000089,
18 Bergmair_Fleites_00000093), Feras Antoon's contact information (produced as
19 Bergmair_Fleites_00000087, Bergmair_Fleites_00000124,
20 Bergmair_Fleites_00000177), emails between MindGeek Employees, Patreus and
21 Mitchell Silberberg & Knupp LLP (produced as Bergmair_Fleites_00000095), a
22 spreadsheet titled "Guidelines" (produced as Bergmair_Fleites_00000099), two
23 Spreadsheets containing keywords in relation to CSAM (produced as
24 Bergmair_Fleites_00000100), the MindGeek logo (produced as
25 Bergmair_Fleites_00000105), a draft letter from MindGeek addressing concerns
26 raised by VISA (produced as Bergmair_Fleites_00000107), a Teams Meeting Invite
27 between MindGeek Employees (produced as Bergmair_Fleites_00000134), a letter
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1 from MindGeek addressing concerns raised by VISA to CardWorks Acquiring
2 (produced as Bergmair_Fleites_00000135), a summary titled as "Partnerships and
3 government contacts - Summary" (produced as Bergmair_Fleites_00000142), a
4 spreadsheet titled "Black Channels," "Grey Channels" (produced as
5 Bergmair_Fleites_00000150), a spreadsheet titled "Black Channels" (produced as
6 Bergmair_Fleites_00000154, Bergmair_Fleites_00000158), a spreadsheet titled
7 "Grey Channels" (produced as Bergmair_Fleites_00000156,
8 Bergmair_Fleites_00000160), Excel Sheets containing keywords (produced as
9 Bergmair_Fleites_00000162), and a letter from MindGeek addressing allegations to
10 Merrick Bank (produced as Bergmair_Fleites_00000165). Defendant Bergmair has
11 designated these documents as Confidential pursuant to the Stipulated Protective
12 Order.

13 23. Attached hereto as Exhibit 21 is a true and correct copy of emails
14 exchanged in 2017 between MindGeek employees with the subject lines "week 2
15 transition milestones" and "PEI week 2 transition milestones" (produced as
16 Bergmair_Fleites_00000982). Defendant Bergmair has designated these emails as
17 Confidential pursuant to the Stipulated Protective Order.

18 24. Attached hereto as Exhibit 22 is a true and correct copy of an email
19 exchanged on May 5, 2017 between MindGeek employees with the subject line
20 "Revised CIM and Refi Term sheet for Blake's" (produced as
21 Bergmair_Fleites_00000984). Defendant Bergmair has designated this email as
22 Confidential pursuant to the Stipulated Protective Order.

23 25. Attached hereto as Exhibit 23 is a true and correct copy of emails
24 exchanged on October 22, 2017 between MindGeek employees with the subject line
25 "2018 Strategy session-Day 3 Summary_V3" (produced as
26 Bergmair_Fleites_00001068). Defendant Bergmair has designated these emails as
27 Confidential pursuant to the Stipulated Protective Order.

1 26. Attached hereto as Exhibit 24 is a true and correct copy of the
2 document titled MindGeek 2018 - Strategy Brainstorming, Summary and Action
3 Items (produced as Bergmair_Fleites_00001069). Defendant Bergmair has
4 designated this document as Highly Confidential and Attorneys' Eyes Only pursuant
5 to the Stipulated Protective Order.

6 27. Attached hereto as Exhibit 25 is a true and correct copy of emails
7 exchanged in November 2017 between MindGeek employees and Frank Di Rocco
8 (produced as Bergmair_Fleites_00001088). Defendant Bergmair has designated
9 these emails as Confidential pursuant to the Stipulated Protective Order.

10 28. Attached hereto as Exhibit 26 is a true and correct copy of MindGeek
11 S.a.r.l.'s Corporate Overview (produced as Bergmair_Fleites_00001098). Defendant
12 Bergmair has designated MindGeek S.a.r.l.'s Corporate Overview as Confidential
13 pursuant to the Stipulated Protective Order.

14 29. Attached hereto as Exhibit 27 is a true and correct copy of emailed
15 meeting invitation between MindGeek employees with the subject line "Meeting
16 (Bernard, Feras, David, Eddy)," dated January 23, 2018 (produced as
17 Bergmair_Fleites_00001133). Defendant Bergmair has designated this email as
18 Confidential pursuant to the Stipulated Protective Order.

19 30. Attached hereto as Exhibit 28 is a true and correct copy of emailed
20 meeting invitations exchanged between MindGeek employees with the subject line
21 "Spago Beverly Hills," dated January 24, 2018 (produced as
22 Bergmair_Fleites_00001134). Defendant Bergmair has designated these emails as
23 Confidential pursuant to the Stipulated Protective Order.

24 31. Attached hereto as Exhibit 29 is a true and correct copy of emails
25 exchanged between MindGeek employees with the subject line "kink acquisition,"
26 dated August 28, 2018 (produced as Bergmair_Fleites_00001220). Defendant
27 Bergmair has designated these emails as Confidential pursuant to the Stipulated

1 Protective Order.

2 32. Attached hereto as Exhibit 30 is a true and correct copy of emails
3 exchanged in early 2019 between MindGeek employees and Google with the subject
4 line "Google Response to MindGeek RFP for GCP" (produced as
5 Bergmair_Fleites_00001235). Defendant Bergmair has designated these emails as
6 Confidential pursuant to the Stipulated Protective Order.

7 33. Attached hereto as Exhibit 31 is a true and correct copy of emails
8 exchanged April 2019 between MindGeek employees with the subject line "Online
9 Harms White Paper" (produced as Bergmair_Fleites_00001263). Defendant
10 Bergmair has designated these emails as Confidential pursuant to the Stipulated
11 Protective Order.

12 34. Attached hereto as Exhibit 32 is a true and correct copy of an emailed
13 meeting invitation exchanged between MindGeek employees with the subject line
14 "Invitation: HOLD Meeting | MindGeek - Bernard Bergmair, Chairman of t... @ Fri
15 May 17, 2019 11 am - 11:45 am (PDT) ([REDACTED])" (produced as
16 Bergmair_Fleites_00001346). Defendant Bergmair has designated this email as
17 Confidential pursuant to the Stipulated Protective Order.

18 35. Attached hereto as Exhibit 33 is a true and correct copy of emails
19 exchanged in November 2019 between MindGeek employees with the subject line
20 "Bank pack" (produced as Bergmair_Fleites_00001357). Defendant Bergmair has
21 designated these emails as Confidential pursuant to the Stipulated Protective Order.

22 36. Attached hereto as Exhibit 34 is a true and correct copy of the August
23 2019 MindGeek S.a.r.l. Management Presentation (produced as
24 Bergmair_Fleites_00001380). Defendant Bergmair has designated the August 2019
25 MindGeek S.a.r.l. Management Presentation as Highly Confidential and Attorneys'
26 Eyes Only pursuant to the Stipulated Protective Order.

27 37. Attached hereto as Exhibit 35 is a true and correct copy of emails

1 exchanged in April 2020 between MindGeek employees with the subject line
2 "Project OTHER" (produced as Bergmair_Fleites_00001419). Defendant Bergmair
3 has designated these emails as Confidential pursuant to the Stipulated Protective
4 Order.

5 38. Attached hereto as Exhibit 36 is a true and correct copy of emails
6 exchanged between MindGeek employees with the subject line "May 2020 Budget"
7 (produced as Bergmair_Fleites_00001422). Defendant Bergmair has designated
8 these emails as Confidential pursuant to the Stipulated Protective Order.

9 39. Attached hereto as Exhibit 37 is a true and correct copy of emails
10 exchanged in May 2020 between MindGeek employees with the subject line
11 "Mastercard request" (produced as Bergmair_Fleites_00001504). Defendant
12 Bergmair has designated these emails as Confidential pursuant to the Stipulated
13 Protective Order.

14 40. Attached hereto as Exhibit 38 is a true and correct copy of emails
15 exchanged in 2020 between MindGeek employees with the subject line "Project
16 OTHER" (produced as Bergmair_Fleites_00001508). Defendant Bergmair has
17 designated these emails as Confidential pursuant to the Stipulated Protective Order.

18 41. Attached hereto as Exhibit 39 is a true and correct copy of emails
19 exchanged in 2020 between MindGeek employees with the subject lines "[External]
20 Upcoming calls" and "FW: Legal Tubes Audit update" (produced as
21 Bergmair_Fleites_00001528). Defendant Bergmair has designated these emails as
22 Confidential pursuant to the Stipulated Protective Order.

23 42. Attached hereto as Exhibit 40 is a true and correct copy of emails
24 exchanged in 2017 between MindGeek and Patreus with the subject line "ltr"
25 (produced as Bergmair_Fleites_00002292). Defendant Bergmair has designated
26 these emails as Confidential pursuant to the Stipulated Protective Order.

27 43. Attached hereto as Exhibit 41 – Intentionally left blank.

1 44. Attached hereto as Exhibit 42 is a true and correct copy of a letter from
2 [REDACTED]
3 [REDACTED] dividends, dated March 9, 2017 (produced as
4 Bergmair_Fleites_00002294). Defendant Bergmair has designated this letter as
5 Confidential pursuant to the Stipulated Protective Order.

6 45. Attached hereto as Exhibit 43 is a true and correct copy of a letter from
7 [REDACTED]
8 [REDACTED] dated March 9, 2017 (produced as
9 Bergmair_Fleites_00002295). Defendant Bergmair has designated this letter as
10 Confidential pursuant to the Stipulated Protective Order.

11 46. Attached hereto as Exhibit 44 is a true and correct copy of a letter from
12 [REDACTED]
13 [REDACTED] (produced as Bergmair_Fleites_00002296). Defendant Bergmair has
14 produced this letter as Confidential pursuant to the Stipulated Protective Order.

15 47. Attached hereto as Exhibit 45 is a true and correct copy of emails
16 exchanged between MindGeek and Patreus with the subject line "pmt direction"
17 (produced as Bergmair_Fleites_00002297). Defendant Bergmair has produced these
18 emails as Confidential pursuant to the Stipulated Protective Order.

19 48. Attached hereto as Exhibit 46 is a true and correct copy of emails
20 exchanged between MindGeek and Patreus with the subject line "pmt direction"
21 (produced as Bergmair_Fleites_00002298). Defendant Bergmair has produced these
22 emails as Confidential pursuant to the Stipulated Protective Order.

23 || 49. Attached hereto as Exhibit 47 – Intentionally left blank.

24 50. Attached hereto as Exhibit 48 is a true and correct copy of a letter from
25 Somerset Capital Limited to RT Holding S.a.r.l. with the subject line "RE: payment
26 directions" (produced as Bergmair_Fleites_00002300). Defendant Bergmair has
27 produced this letter as Confidential pursuant to the Stipulated Protective Order.

1 51. Attached hereto as Exhibit 49 is a true and correct copy of emails
2 exchanged between MindGeek and Patreus with the subject line "pmt direction"
3 (produced as Bergmair_Fleites_00002301). Defendant Bergmair has produced
4 these emails as Confidential pursuant to the Stipulated Protective Order.

5 52. Attached hereto as Exhibit 50 – Intentionally left blank.

6 53. Attached hereto as Exhibit 51 is a true and correct copy of a letter from
7 [REDACTED] with the subject line "RE: payment
8 directions" (produced as Bergmair_Fleites_00002303). Defendant Bergmair has
9 produced this letter as Confidential pursuant to the Stipulated Protective Order.

10 54. Attached hereto as Exhibit 52 is a true and correct copy of emails
11 exchanged between MindGeek and Patreus with the subject line "payment direction"
12 (produced as Bergmair_Fleites_00002304). Defendant Bergmair has produced these
13 emails as Confidential pursuant to the Stipulated Protective Order.

14 55. Attached hereto as Exhibit 53 is a true and correct copy of a letter from
15 [REDACTED] with the subject line "RE: payment
16 directions" (produced as Bergmair_Fleites_00002305). Defendant Bergmair has
17 produced this letter as Confidential pursuant to the Stipulated Protective Order.

18 56. Attached hereto as Exhibit 54 is a true and correct copy of emails
19 exchanged between MindGeek and Patreus with the subject line "payment direction"
20 (produced as Bergmair_Fleites_00002306). Defendant Bergmair has produced these
21 emails as Confidential pursuant to the Stipulated Protective Order.

22 57. Attached hereto as Exhibit 55 is a true and correct copy of emails
23 exchanged between MindGeek and Patreus with the subject line "ltr" (produced as
24 Bergmair_Fleites_00002307). Defendant Bergmair has produced these emails as
25 Confidential pursuant to the Stipulated Protective Order.

26 58. Attached hereto as Exhibit 56 is a true and correct copy of a letter from
27 [REDACTED] with the subject line "RE: payment

1 directions" (produced as Bergmair_Fleites_00002308). Defendant Bergmair has
2 produced this letter as Confidential pursuant to the Stipulated Protective Order.

3 59. Attached hereto as Exhibit 57 is a true and correct copy of emails
4 exchanged between MindGeek and Patreus with the subject line "payment direction"
5 (produced as Bergmair_Fleites_00002309). Defendant Bergmair has produced these
6 emails as Confidential pursuant to the Stipulated Protective Order.

7 60. Attached hereto as Exhibit 58 is a true and correct copy of emails
8 exchanged between MindGeek and Patreus with the subject line "ltr" (produced as
9 Bergmair_Fleites_00002311). Defendant Bergmair has produced these emails as
10 Confidential pursuant to the Stipulated Protective Order.

11 61. Attached hereto as Exhibit 59 is a true and correct copy of a letter from
12 [REDACTED] with the subject line "RE: payment
13 directions" (produced as Bergmair_Fleites_00002312). Defendant Bergmair has
14 produced this letter as Confidential pursuant to the Stipulated Protective Order.

15 62. Attached hereto as Exhibit 60 is a true and correct copy of emails
16 exchanged between MindGeek and Patreus with the subject line "ltr" (produced as
17 Bergmair_Fleites_00002313). Defendant Bergmair has produced these emails as
18 Confidential pursuant to the Stipulated Protective Order.

19 63. Attached hereto as Exhibit 61 is a true and correct copy of a letter from
20 [REDACTED] with the subject line "RE: payment
21 directions" (produced as Bergmair_Fleites_00002314). Defendant Bergmair has
22 produced this letter as Confidential pursuant to the Stipulated Protective Order.

23 64. Attached hereto as Exhibit 62 is a true and correct copy of emails
24 exchanged between MindGeek and Patreus with the subject line "payment"
25 (produced as Bergmair_Fleites_00002315). Defendant Bergmair has produced these
26 emails as Confidential pursuant to the Stipulated Protective Order.

27 65. Attached hereto as Exhibit 63 is a true and correct copy of a letter from
28

1 [REDACTED] with the subject line "RE: payment
2 directions" (produced as Bergmair_Fleites_00002316). Defendant Bergmair has
3 produced this letter as Confidential pursuant to the Stipulated Protective Order.

4 66. Attached hereto as Exhibit 64 is a true and correct copy of the February
5 14, 2017 Services Agreement (produced as MindGeek_Fleites_00007123),
6 Termination Agreement (produced as MindGeek_Fleites_00007137), February 14,
7 2017 Server Cost Sharing Agreement (produced as MindGeek_Fleites_00007144),
8 Termination Agreement (produced as MindGeek_Fleites_00007148), the January 1,
9 2016 Services Agreement (produced as MindGeek_Fleites_00007155), the January
10 1, 2019 Services Agreement (produced as MindGeek_Fleites_00007164), the
11 November 1, 2020 Services Agreement (produced as
12 MindGeek_Fleites_00007175), the January 1, 2019 Server Cost Sharing Agreement
13 (produced as MindGeek_Fleites_00007183), and the January 1, 2019 First
14 Amendment to the Server Cost Sharing Agreement (produced as
15 MindGeek_Fleites_00007186). The MindGeek Defendants have produced these
16 documents as Confidential pursuant to the Stipulated Protective Order.

17 67. Attached hereto as Exhibit 65 is a true and correct copy of an IP
18 License Agreement (produced as MindGeek_Fleites_00012267). The MindGeek
19 Defendants have designated this IP License Agreement as Highly Confidential and
20 Attorneys' Eyes Only pursuant to the Stipulated Protective Order.

21 68. Attached hereto as Exhibit 66 – Intentionally left blank.

22 69. Attached hereto as Exhibit 67 is a true and correct copy of the 2014
23 MindGeek Group Financial Reporting Package (produced as
24 MindGeek_Fleites_00001578). The MindGeek Defendants have designated this
25 document as Confidential pursuant to the Stipulated Protective Order.

26 70. Attached hereto as Exhibit 68 is a true and correct copy of the 2015
27 MindGeek Group Financial Reporting Package (produced as

1 MindGeek_Fleites_00001579). The MindGeek Defendants have designated this
2 document as Confidential pursuant to the Stipulated Protective Order.

3 71. Attached hereto as Exhibit 69 is a true and correct copy of the 2016
4 MindGeek Group Financial Reporting Package (produced as
5 MindGeek_Fleites_00001580). The MindGeek Defendants have designated this
6 document as Confidential pursuant to the Stipulated Protective Order.

7 72. Attached hereto as Exhibit 70 is a true and correct copy of the 2017
8 MindGeek Group Financial Reporting Package (produced as
9 MindGeek_Fleites_00001581). The MindGeek Defendants have designated this
10 document as Confidential pursuant to the Stipulated Protective Order.

11 73. Attached hereto as Exhibit 71 is a true and correct copy of the 2018
12 MindGeek Group Financial Reporting Package (produced as
13 MindGeek_Fleites_00001582). The MindGeek Defendants have designated this
14 document as Confidential pursuant to the Stipulated Protective Order.

15 74. Attached hereto as Exhibit 72 is a true and correct copy of the 2019
16 MindGeek Group Financial Reporting Package (produced as
17 MindGeek_Fleites_00001583). The MindGeek Defendants have designated this
18 document as Confidential pursuant to the Stipulated Protective Order.

19 75. Attached hereto as Exhibit 73 is a true and correct copy of the 2020
20 MindGeek Group Financial Reporting Package (produced as
21 MindGeek_Fleites_00001584). The MindGeek Defendants have designated this
22 document as Confidential pursuant to the Stipulated Protective Order.

23 76. Attached hereto as Exhibit 74 is a true and correct copy of the 2021
24 MindGeek Group Financial Reporting Package (produced as
25 MindGeek_Fleites_00001585). The MindGeek Defendants have designated this
26 document as Confidential pursuant to the Stipulated Protective Order.

27 77. Attached hereto as Exhibit 75 is a true and correct copy of the Further
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1 Amended and Restated Executive Employment Agreement of March 22, 2018
2 between 9129-1568 Quebec Inc. and Feras Antoon (produced as
3 MindGeek_Fleites_00000020). The MindGeek Defendants have designated this
4 document as Confidential pursuant to the Stipulated Protective Order.

5 78. Attached hereto as Exhibit 76 is a true and correct copy of the Further
6 Amended and Restated Executive Employment Agreement between 9219-1568
7 Quebec Inc. and David Tassillo (produced as MindGeek_Fleites_00000042). The
8 MindGeek Defendants have designated this document as Confidential pursuant to
9 the Stipulated Protective Order.

10 79. Attached hereto as Exhibit 77 is a true and correct copy of email
11 exchanges between MindGeek, PolleyFaith, and Pornhub with the subject line "RE:
12 Inquiries from UK" (produced as Bergmair_Fleites_00002008). Defendant
13 Bergmair has designated these emails as Confidential pursuant to the Stipulated
14 Protective Order.

15 80. Attached hereto as Exhibit 78 – Intentionally left blank.

16 81. Attached hereto as Exhibit 79 – Intentionally left blank.

17 82. Attached hereto as Exhibit 80 – Intentionally left blank.

18 83. Attached hereto as Exhibit 81 – Intentionally left blank.

19 84. Attached hereto as Exhibit 82 – Intentionally left blank.

20 85. Attached hereto as Exhibit 83 is a true and correct copy of emails
21 exchanged between MindGeek and Patreus with the subject line "ltr" (produced as
22 Bergmair_Fleites_00002328). Defendant Bergmair has designated these emails as
23 Confidential pursuant to the Stipulated Protective Order.

24 86. Attached hereto as Exhibit 84 is a true and correct copy of a letter from
25 [REDACTED] concerning [REDACTED]
26 dividends (produced as Bergmair_Fleites_00002329). Defendant Bergmair has
27 designated this letter as Confidential pursuant to the Stipulated Protective Order.

1 87. Attached hereto as Exhibit 85 is a true and correct copy of a letter from
2 [REDACTED] with the subject line "RE [REDACTED]
3 [REDACTED] (produced as Bergmair_Fleites_00002330). Defendant
4 Bergmair has designated this letter as Confidential pursuant to the Stipulated
5 Protective Order.

6 88. Attached hereto as Exhibit 86 is a true and correct copy of emails
7 exchanged between MindGeek and Patreus with the subject line "ltr" (produced as
8 Bergmair_Fleites_00002331). Defendant Bergmair has designated these emails as
9 Confidential pursuant to the Stipulated Protective Order.

10 89. Attached hereto as Exhibit 87 is a true and correct copy of a letter from
11 [REDACTED] with the subject line "RE: [REDACTED]
12 [REDACTED] dividends" (produced as Bergmair_Fleites_00002332). Defendant
13 Bergmair has designated this letter as Confidential pursuant to the Stipulated
14 Protective Order.

15 90. Attached hereto as Exhibit 88 is a true and correct copy of emails
16 exchanged between MindGeek and Patreus with the subject line "dividends"
17 (produced as Bergmair_Fleites_00002333). Defendant Bergmair has designated
18 these emails as Confidential pursuant to the Stipulated Protective Order.

19 91. Attached hereto as Exhibit 89 – Intentionally left blank.

20 92. Attached hereto as Exhibit 90 – Intentionally left blank.

21 93. Attached hereto as Exhibit 91 is a true and correct copy of emails
22 exchanged between MindGeek and Patreus with the subject line "Summary of 2019
23 details" (produced as Bergmair_Fleites_00002449). Defendant Bergmair has
24 designated these emails as Confidential pursuant to the Stipulated Protective Order.

25 94. Attached hereto as Exhibit 92 – Intentionally left blank.

26 95. Attached hereto as Exhibit 93 is a true and correct copy of emails
27 exchanged between MindGeek and Patreus with the subject line "Re: div history"

1 (produced as Bergmair_Fleites_00002456). Defendant Bergmair has designated
2 these emails as Confidential pursuant to the Stipulated Protective Order.

3 96. Attached hereto as Exhibit 94 is a true and correct copy of Excel Sheet
4 with a Tab named "Shareholder dis from 2014" (produced as
5 Bergmair_Fleites_00002458). Defendant Bergmair has designated this document as
6 Confidential pursuant to the Stipulated Protective Order.

7 97. Attached hereto as Exhibit 95 is a true and correct copy of and emails
8 exchanged between MindGeek and Patreus with the subject line "2019 distributions"
9 (produced as Bergmair_Fleites_00002459). Defendant Bergmair has designated
10 these emails as Confidential pursuant to the Stipulated Protective Order.

11 98. Attached hereto as Exhibit 96 is a true and correct copy of the Excel
12 Sheet with Tabs named "Shareholder dis from 2014", "BB 2019 distributions", and
13 "BB 2020 distributions" (produced as Bergmair_Fleites_00002460). Defendant
14 Bergmair has designated this document as Confidential pursuant to the Stipulated
15 Protective Order.

16 99. Attached hereto as Exhibit 97 is a true and correct copy of MindGeek
17 S.r.l. Consolidated Financial Statement, dated December 31, 2019 (produced as
18 Bergmair_Fleites_00001429). Defendant Bergmair has designated this document as
19 Confidential pursuant to the Stipulated Protective Order.

20 100. Attached hereto as Exhibit 98 are excerpts from the Transcript of the
21 July 19, 2024 Summary Judgment Hearing for *Jane Doe v. MindGeek USA et al.*,
22 Case No. 8:21-cv-00338-WLH-ADS (Dkt. 370).

23 101. Attached hereto as Exhibit 99 is a true and correct copy of the Hosting
24 Agreement Between [REDACTED] (produced
25 as MindGeek_Fleites_00030407). The MindGeek Defendants have designated this
26 Agreement as Highly Confidential and Attorneys' Eyes Only pursuant to the
27 Stipulated Protective Order.

1 102. Attached hereto as Exhibit 100 is a true and correct copy of an excel
2 titled “LIPI Expenses Allocation” for 2019 (produced as
3 MindGeek_Fleites_00066311). The MindGeek Defendants have designated this
4 document as Confidential pursuant to the Stipulated Protective Order.

5 103. Attached hereto as Exhibit 101 is a true and correct copy of an excel
6 titled “LIPI Expenses Allocation” for 2014 (produced as
7 MindGeek_Fleites_00067772). The MindGeek Defendants have designated this
8 document as Confidential pursuant to the Stipulated Protective Order.

9 104. Attached hereto as Exhibit 102 is a true and correct copy of an excel
10 titled “LIPI Expenses Allocation” for 2015 produced as
11 MindGeek_Fleites_00067773). The MindGeek Defendants have designated this
12 document as Confidential pursuant to the Stipulated Protective Order.

13 105. Attached hereto as Exhibit 103 is a true and correct copy of an excel
14 titled “LIPI Expenses Allocation” for 2016 (produced as
15 MindGeek_Fleites_00067774). The MindGeek Defendants have designated this
16 document as Confidential pursuant to the Stipulated Protective Order.

17 106. Attached hereto as Exhibit 104 is a true and correct copy of an excel
18 titled “LIPI Expenses Allocation” for 2017 (produced as
19 MindGeek_Fleites_00067775). The MindGeek Defendants have designated this
20 document as Confidential pursuant to the Stipulated Protective Order.

21 107. Attached hereto as Exhibit 105 is a true and correct copy of an excel
22 titled “LIPI Expenses Allocation” for 2018 (produced as
23 MindGeek_Fleites_00067776). The MindGeek Defendants have designated this
24 document as Confidential pursuant to the Stipulated Protective Order.

25 108. Attached hereto as Exhibit 106 is a true and correct copy of an excel
26 titled “LIPI Expenses Allocation” for 2020 (produced as
27 MindGeek_Fleites_00067777). The MindGeek Defendants have designated this

1 document as Confidential pursuant to the Stipulated Protective Order.

2 109. Attached hereto as Exhibit 107 is a true and correct copy of the
3 MindGeek Entities' Shareholders' Agreement, dated October 18, 2013 (produced as
4 MindGeek_Fleites_00001814). The MindGeek Defendants have designated this
5 Agreement as Confidential pursuant to the Stipulated Protective Order.

6

7 I declare under penalty of perjury under the laws of the United States that the
8 foregoing is true and correct.

9 Executed this 12th day of December 2024 in New York, New York.

10

11 BROWN RUDNICK LLP

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13 By: /s/ Michael Bowe
Michael J. Bowe

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